

October 16, 2009

CLERK, U.S. BANKRUPTCY COURT
EASTERN DISTRICT OF CALIFORNIA

0002155052

4 PAGES

Gregory C. Nuti (CSBN 151754)
 Kevin W. Coleman (CSBN 168538)
 Melissa S. Lor (CSBN 245515)
SCHNADER HARRISON SEGAL & LEWIS LLP
 One Montgomery Street, Suite 2200
 San Francisco, California 94104-5501
 Telephone: 415-364-6700
 Facsimile: 415-364-6785
 gnuti@schnader.com
 kcoleman@schnader.com
 mlor@schnader.com

Attorneys for Bradley D. Sharp,
 Chapter 11 Trustee

UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF CALIFORNIA
SACRAMENTO DIVISION

In re:

SK FOODS, L.P., a California limited
 partnership,

Debtor.

Case No. 09-29162-D-11

Chapter 11

DC No. SH-26

In re :

RHM INDUSTRIAL/SPECIALTY
 FOODS, INC., a California
 Corporation, d/b/a Colusa County
 Canning Co.,

Debtor.

Case No. 09-29161-D-11

Chapter 11

DC No. SH-26

**ORDER APPROVING SALE OF
 ASSETS OF THE ESTATE
 PURSUANT TO 11 U.S.C. § 363(b)**

Date: October 14, 2009

Time: 10:00 a.m.

Place: Courtroom 34
 501 I Street, 6th Floor
 Sacramento, CA

Judge: Hon. Robert Bardwil

SCHNADER HARRISON SEGAL & LEWIS LLP
 ONE MONTGOMERY STREET, SUITE 2200
 SAN FRANCISCO, CALIFORNIA 94104-5501
 TELEPHONE: 415-364-6700
 FACSIMILE: 415-364-6785

RECEIVED

October 15, 2009

CLERK, U.S. BANKRUPTCY COURT
 EASTERN DISTRICT OF CALIFORNIA
 0002155052

APPROVING SALE OF ASSETS OF THE ESTATE PURSUANT TO 11 U.S.C. § 363(b)

PHDATA 3239800_1

1
2
3
4
5
6
7
8
9
10
11
12
13
14
15
16
17
18
19
20
21
22
23
24
25
26
27
28

SCHNADER HARRISON SEGAL & LEWIS LLP
ONE MONTGOMERY STREET, SUITE 2200
SAN FRANCISCO, CALIFORNIA 94104-5501
TELEPHONE: 415-364-6700
FACSIMILE: 415-364-6785

At the date, time, and place set forth above, the Court considered the Trustee's Motion to Approve Sale of Assets of the Estate Pursuant to 11 U.S.C. § 363(b) [Docket No. 49] (the "Motion") and supporting documents, filed by Bradley D. Sharp (the "Trustee"), the duly appointed and acting chapter 11 trustee for SK Foods, L.P., a California limited partnership, and RHM Industrial/Specialty Foods, Inc., a California corporation, d/b/a Colusa County Canning Co. (collectively, the "Debtors"). Appearances were made orally on the record.

By Court permission, a phone auction to sell certain furniture and equipment of the estate located at 21 Lower Ragsdale, Monterey, CA (the "Monterey Office") was conducted at 2:00 p.m. on October 14, 2009. The opening bid for the furniture and equipment was \$37,860.00.

The Court has considered the Motion, the Memorandum of Points and Authorities filed in support thereof, the Declaration of Bradley D. Sharp filed in support thereof, and the statements of counsel and interested parties at the hearing. Based upon the foregoing:

IT IS ORDERED that the Motion is granted. The Trustee is authorized to do the following:

1. Sell certain furniture and equipment of the estate located at the Monterey Office to the winning bidder, Mike Avila of Avila Construction Company, for the amount of \$79,000.00, under the sale procedures and terms attached hereto as Exhibit A; and

2. Sell certain cubicles of the estate also located at the Monterey Office to the landlord, Salinas Valley Memorial Health System, for the amount of \$15,000.

IT IS FURTHER ORDERED that the Court waives the ten (10) day stay of the effectiveness of the sale order imposed pursuant to Federal Rule of Bankruptcy Procedure 6004(g) so that sale can close immediately following entry of this sale order.

Dated: October 16, 2009

D.

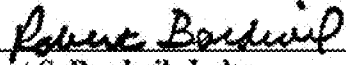

Robert S. Bardwil, Judge
United States Bankruptcy Court

Exhibit A



SK Foods Furniture Liquidation

Auction Process:

- The auction will begin promptly Wednesday, October 14th at 2:00 P.M telephonically.
- The opening bid will be \$37,860.
- From there the bid amount will incrementally increase by \$1,000 until a clear winner is chosen.

Inventory:

- Based on interested parties walk through of office space located at 21 Lower, Ragsdale Drive, Monterey CA.
- Sale of all property is final "as is, where is"

Liquidation Requirements:

- Follow all building regulations.
- Collaborate with the trustee and his team to remove furnishings in a timely and efficient manner.
- Leave the space broom swept clean.

Payment Terms

- Upon being awarded the job, the winning bidder will be required to make an initial payment of \$20,000.
- The remaining balance will be due within 10 days of project completion.

Date: October 14th, 2009

Winning Bid Amount:

\$79,000

Winning Bidder (company)

MIKE AVILA, AVILA CONSTRUCTION

Signature

